

PROFFER STATEMENT

July 21, 2014

RZ-2014-MV-002

(Hollybrook Farm)

Pursuant to Section 15.2-2303(A), Code of Virginia, 1950 as amended, the undersigned Owner and Applicant, in this rezoning proffers that the development of the parcels under consideration and shown on the Fairfax County Tax Map as Tax Map 099-4-1-41, 42 & 43 (hereinafter referred to as the "Property") will be in accordance with the following conditions (the "Proffered Conditions"), if and only if, said rezoning request for the R-1 and PDH-2 Zoning District is granted. In the event said rezoning request is denied these Proffered Conditions shall be null and void. The Owner and Applicant, for themselves, their successors and assigns hereby agree that these Proffered Conditions shall be binding on the Future development of the Property unless modified, waived or rescinded in the future by the Board of Supervisors of Fairfax County, Virginia, in accordance with County and State statutory procedures. The Proffered Conditions are as follows:

GENERAL

1. Substantial Conformance. Subject to the provisions of Section 16-403 of the Fairfax County Zoning Ordinance (hereinafter referred to as the "Zoning Ordinance"), development of the Property shall be in substantial conformance with the Conceptual Development Plan/Final Development Plan (CDP/FDP) titled "Hollybrook Farm," prepared by LDC consisting of 13 sheets, dated August, 2013 as revised through June 24, 2014 and further modified by these Proffered Conditions.
2. Minor Modifications. Minor modifications from what is shown on the CDP/FDP and these Proffered Conditions, which may be brought about as a part of final architectural and/or engineering design, may be permitted as determined by the Zoning Administrator in accordance with the provisions set forth in Section 16-403 of the Zoning Ordinance,. These modifications may include the locations of utilities and landscaping, minor adjustment of property lines, and the general location, type and size of dwellings on the proposed lots, provided that the minimum building setbacks outlined on the CDP/FDP are honored, and the limits of clearing and grading are adhered to.
3. Architectural Design. The design and architecture of the approved dwellings shall be in substantial conformance with the illustrative elevations shown on Sheet 9 of the CDP/FDP, or of comparable quality. The Applicant reserves the right to use an alternative product than what is shown on the illustrative elevations provided it is consistent with the illustrative elevations.

The building materials for the front elevation on all units shall be a combination of brick, stone and siding supplemented with trim and detail features. The rear

elevations on the units to be built on Lots 16, 17 and 18 shall be a combination of brick, stone or cementitious siding supplemented with trim and detail features. The units to be built on Lots 8, 9, 11 and 16 shall receive on the side elevations toward the private street a gabled elevation with a gable continuation and enhanced architectural features such as additional ornamental trim, shutters on windows and brick to the water table.

The extension into the minimum required side and rear yards for open and roofed decks (to include but not limited to pergolas and hanging plant fixtures) shall be permitted in accordance with Section 2-412 of the Fairfax County Zoning Ordinance. Decks with lattice below or above the deck floor may extend into the minimum required side and rear yards as an open or roofed deck in accordance with Section 2-412 of the Zoning Ordinance. Restrictions placed on the location of open and roofed decks per Section 2-412 of the Zoning Ordinance shall be disclosed to all prospective homeowners as a disclosure memorandum prior to entering into a contract of sale, included in the Homeowner's Association documents, and included as a covenant in the deed of subdivision. In accordance with the Zoning Ordinance, any sunrooms or enclosed porches may not encroach into the minimum required setbacks as shown on Sheet 2 of the CDP/FDP. This shall be disclosed to all prospective homeowners as a disclosure memorandum prior to entering into a contract of sale, included in the Homeowner's Association documents and included as a covenant in the deed of subdivision.

The con-span and face of the retaining wall shall be in substantial conformance with the illustration on Sheet 9 of the CDP/FDP. The applicant shall construct a 6-foot tall safety fence on the application property along the top of the retaining walls, as shown on Sheet 2 and 9 of the CDP/FDP.

4. Universal Design. Dwelling units shall offer optional features at the time of initial purchase designed with a selection of Universal Design features as determined by the Applicant which may include, but not be limited to, clear knee space under the sink in the kitchen, lever door handles instead of knobs, lights switches 48" high, thermostats a maximum of 48" high, and/or electrical outlets at a minimal 18" high. Additional Universal Design options shall be offered to each purchaser at the purchasers' sole cost. These additional options may include, but not be limited to, one no step pathway into the house and 36" wide doorways and/or zero threshold doorways.
5. Outlot A: This 21,780 square foot area of land is not included within the application density, open space or PDH-2 zoning calculations. It shall be conveyed to the owners of Fairfax County Tax Map Parcels 99-4 ((1)) 39A ("Owners") within 30 days of recordation of subdivision plat. Subsequent to conveyance of Outlot A, accessory structure(s) may be constructed on the property in conjunction with adjacent Parcels 39A, 39B, and/or 40, subject to meeting the R-1 District's minimum yard requirements and Article 10 of the Zoning Ordinance, Accessory Structures, requirements, without need for an amendment of this Application's Proffers and/or compliance with architectural design directives of Proffer 3. The road stub described

in Proffer 35 shall in a like manner be conveyed to the Owners. Outlot A and the road stub shall not be subject to the conditions, declarations, covenants or control of or by any homeowners association (HOA), nor will the Outlot's owners be a member of such HOA created by the Application subdivision.

6. Blasting. If blasting is required, the Applicant shall ensure that blasting is done pursuant to Fairfax County Fire Marshal requirements and all safety recommendations of the same, including without limitation, the use of blasting mats. In addition, the Applicant shall:
 - i. Retain a professional consultant, to perform a pre-blast survey of each occupied structure or building, to the extent that any of these structures are located within two hundred and fifty (250) feet of the property line of the Property and within two hundred and fifty (250) feet of any offsite blasting area;
 - ii. Prior to any blasting being done, the Applicant shall provide written confirmation to the Department of Public Works and Environmental Services ("DPWES") that the pre-blast survey has been completed and provide a copy of the survey to Fairfax County upon request. The blasting survey shall be deemed complete no later than thirty (30) days after notice to owners;
 - iii. Require the blasting consultant to request access to any houses, wells, buildings, businesses, or swimming pools, by notification to owners within two hundred and fifty (250) feet of the property line of the Application Property and within two hundred and fifty (250) feet of any off-site blasting area, if permitted by owner, to determine the pre-blast conditions of these structures. The Applicant's consultant will be required to give a minimum of thirty (30) days' notice of the scheduling of the pre-blast survey. If an owner does not reply to the Applicant's consultant within the aforesaid thirty (30) day notice period then the owner is deemed to have waived his right to claim any damage from the Applicant's blasting activity. The Applicant shall provide the residents entitled to pre-blast inspections, the name, address and phone number of the blasting contractor's insurance carrier;
 - iv. The Applicant shall require his consultant to place seismographic instruments prior to blasting to monitor shock waves. The Applicant shall provide seismographic monitoring records to County agencies upon their request;
 - v. Notify owners within two hundred and fifty (250) feet of the property line of the Application Property and within two hundred and fifty (250) feet of any off-site blasting area, ten (10) calendar days prior to blasting. No blasting shall occur until such notice has been given.
 - vi. Upon receipt of a claim of damage resulting from said blasting, the Applicant shall cause his consultant to respond within five (5) calendar days of meeting at the site of the alleged damage to confer with the property owner;

- vii. The Applicant will require blasting subcontractors to maintain necessary liability insurance to cover the costs of repairing any damage to structures, which are directly attributable to the blasting activity and shall take necessary action to resolve any valid claims in an expeditious matter.

RECREATIONAL FACILITIES

7. Prior to subdivision plan approval, the Applicant shall contribute funds in the amount of \$1,700 per approved dwelling unit to the Fairfax County Park Authority (FCPA) for its use in providing recreational facilities within the service area of the Property for a total of \$30,600. The Applicant shall also at time of subdivision plat approval contribute the sum of \$45,543 to the Fairfax County Park Authority for development of recreational facilities located in Parks within the service area of the Property.
8. Prior to bond release, the Applicant shall transfer to the Fairfax County Park Authority Parcel A containing RPA, EQC and Floodplain and located south of the proposed Private Street (4.17 acres +/-). Parcel A shall not include the area labeled: "Existing Field Located Wetland" on Sheet 4 of the CDP/FDP. Prior to dedication of Parcel A, the Applicant shall remove waste and debris and perform the restoration work as shown on Sheet 8A of the CDP/FDP and in accordance with Proffer 32, subject to review and approval by UFMD, FCPA and DPWES. In accordance with Section 2-1102.4B of the PFM, the Applicant shall take any necessary corrective action prior to Park Authority acceptance. Corrective action to be undertaken in these portions of existing arena and similar features located outside the limits of clearing and grading is to be done by hand removal and coordinated with Site Development and Inspections Division (SDID) and FCPA as shown on Sheet 2. Following the site cleanup of debris and restoration and prior to land dedication, the Applicant shall arrange for an inspection by the Park Authority Land Acquisition Manager. If the condition of the land is acceptable to the FCPA, the Applicant shall dedicate the property prior to bond release including an access easement for the general public to be field located as per FCPA direction at subdivision plan review. If the FCPA does not accept all or portions of Parcel A subsequent to the inspection, such land shall be dedicated to and maintained by the future Homeowners Association (HOA) subsequent to the cleanup of debris and restoration.

SCHOOLS

9. Contribution and Adjustment thereto. Prior to subdivision plan approval, the Applicant shall contribute \$43,300 to the Fairfax County Board of Supervisors to be transferred to the Fairfax County School Board to be utilized for capital improvements to Fairfax County public schools to address impacts on the school division resulting from the development.

Following approval of this Application and prior to the Applicant's payment of the amounts set forth in this Proffered Condition 9, if Fairfax County should increase the ratio of students standards per unit or the amount of contribution per student, the Applicant shall increase the amount of the contribution for that phase of development

to reflect the then current ratio and/or contribution. If the County should decrease the ratio contribution amount, the Applicant shall provide the greater of the two amounts.

ESCALATION

10. Escalation. All monetary contributions required by these proffers other than as provided in Proffered Condition 7 and 9 shall be adjusted upward or downward based on the percentage change in the annual rate of inflation with a base year of 2014, and change effective each January 1 thereafter, as calculated by referring to the Consumer Price Index for all urban customers (CPI-U), (not seasonally adjusted) as reported by the United States Department of Labor, Bureau of Labor Statistics occurring subsequent to the date of final subdivision plan approval and up to the date of payment. In no event shall adjustment increase exceed the annual rate as calculated by the CPI-U.

CONSTRUCTION HOURS

11. Construction Hours. Exterior construction shall occur between the hours of 7:00 a.m. until 7:00 p.m. Monday through Friday, 8:00 a.m. until 6:00 p.m. on Saturday and 9:00 a.m. until 6:00 p.m. Sunday. Exterior construction activities shall not occur on the holidays of Memorial Day, July 4th, Labor Day, Thanksgiving, Christmas, Easter and New Year's Day. The aforesaid construction hours shall be posted on the property. The allowable hours of construction as specified in this Proffered Condition shall be listed within any contract with future sub-contractors associated with exterior construction on the site. An individual with authority to force all work to cease at the Property shall be identified by the Applicant with twenty-four (24) hour seven (7) day a week contact information and that name and contact information shall be prominently posted on the Property from commencement of construction until bond release. The Property shall be posted with notice that no exterior or interior construction vehicle or vehicle belonging to a construction worker may be parked on Telegraph Road within 1000 feet of the Property until bond release.

SEPTIC TANK/WELL ABANDONMENT

12. Abandonment. The existing septic tank and well shall be properly abandoned as required by the Fairfax County Health Department prior to the approval and/or issuance of the demolition permit for the existing single family detached residential unit.

ENVIRONMENT

13. Green Building Qualification. The dwelling units shall be constructed to achieve one of the following:
 - i. Qualification in accordance with ENERGY STAR® (VERSION 3.0) Qualified Homes path for energy performance, as demonstrated through documentation submitted to the Environment and Development review Branch of the Department of Planning and Zoning ("DPZ") and from a home energy rater certified through the Home Innovation Research Labs that demonstrates that each dwelling unit has

attained the certification prior to the issuance of the Residential Use Permit (RUP) for each dwelling; or

- ii. Certification in accordance with the National Green Building Standard (NGCS) using the ENERGY STAR® (version 3.0) Qualified Homes path for energy performance, as demonstrated through documentation submitted to the Environment and Development review Branch of the DPZ and from a home energy rater certified through the Home Innovation Research Labs that demonstrates that each dwelling unit has attained the certification prior to the issuance of the Residential Use Permit (“RUP”) for each dwelling; or
- iii. Certification in accordance with the Earth Craft House Program, as demonstrated through documentation provided to DPWES and DPZ prior to the issuance of the RUP for each dwelling.

Certification testing shall be accomplished prior to the issuance of a RUP for each dwelling. The Certification testing requirement shall be met by emailing the building inspector, the preliminary inspection report of the third party inspector prior to the issuance of the RUP. Prior to Bond Release, the Applicant shall show proof to DPWES that all units met one of the conditions (i) - (iii).

- 14. Construction Debris. Prior to the issuance of subdivision plan approval, the Applicant shall submit a plan for the diversion of Construction and Demolition Debris waste from landfills and into recycling with a goal of achieving 75%, and a requirement of achieving 50%, recycling, repurposing and reuse efficiency, not including soils exported offsite. Repurposing and/or reuse of waste materials may include incineration of residual materials at a waste-to-energy facility after mechanized processing by a Materials Recovery Facility.
- 15. Noise. Concurrent with the submission of the first subdivision plan for the Proposed Development, the Applicant shall submit to the DPZ and DPWES for review and comment a noise study demonstrating that, based on noise mitigation measures the Applicant proposes to include (if any), all affected interior areas of the residential units constructed on the Property will have noise levels reduced to approximately 45 dBA Ldn or less based on future traffic conditions and final site conditions. Noise attenuation measures shall be incorporated into the development so as to achieve an interior noise level of no greater than DNL 45 dBA and an exterior noise level for outdoor areas, including decks, within lots at or below DNL 65 dBA. If necessary, the Applicant may install a six (6) foot solid wood fence to reduce exterior noise levels at the rear property line(s) of Lots 16, 17, 18 to below 65 dBA. Any acoustical analysis and noise attenuation measures shall be subject to the review and approval of the Environmental and Development Review Branch of the DPZ and DPWES at the time of subdivision plan. For dwelling units anticipated by the study to be affected by highway noise levels, those dwellings shall be constructed to meet the following building material standards to reduce interior noise levels to 45 dBA Ldn or less:

- Exterior walls should have a laboratory sound transmission class (STC) rating of at least 39. Doors and glazing shall have a laboratory STC rating of at least 28 unless glazing constitutes more than 20% of any façade exposed to noise levels of 65 to 70 dBA Ldn.
- If glazing constitutes more than 20% of an exposed façade, then the glazing shall have a STC rating of up to 39 as dictated by the percent of glass.
- All surfaces should be sealed and caulked in accordance with methods approved by the American Society for Testing and Materials (ASTM) to minimize sound transmission.

The Applicant reserves the right to pursue methods other than those above for mitigating highway noise impacts that can be demonstrated prior to the filing of a building permit, through an independent noise study as reviewed and approved by DPWES and the DPZ, provided that these methods will be effective in reducing interior noise levels to approximately 45 dBA Ldn, and exterior noise within outdoor recreation areas to approximately 65 dBA Ldn.

16. Geotechnical Study. Prior to subdivision plan approval for the Proposed Development and in accordance with the provisions of the Public Facilities Manual, the Applicant shall submit a geotechnical study of the Property to the Geotechnical Review Board (GRB) through DPWES for review and approval. If needed to alleviate potential structural, grading and construction problems to the Property and the adjacent properties, the Applicant shall incorporate into its subdivision plan and/or building design appropriate engineering practices as recommended by the GRB and to the satisfaction of DPWES.

GARAGE CONVERSION

17. Garage Conversion. Any conversion of garages that will preclude the parking of vehicles within the garage shall be prohibited. A covenant setting forth this restriction shall be recorded among the land records of Fairfax County in a form approved by the County Attorney prior to the sale of any lots and shall run to the benefit of the Homeowners Association ("HOA") and the Board of Supervisors. This restriction shall also be disclosed in the HOA documents. Prospective purchasers shall be advised of this use restriction, in writing prior to entering into a contract of sale.

HOMEOWNERS ASSOCIATION

18. Establishment of HOA. Prior to record plat approval, the Applicant shall establish a HOA in accordance with Sect. 2-700 of the Zoning Ordinance for the purpose of, among other things, establishing the necessary residential covenants governing the design and operation of the approved development and to provide a mechanism for ensuring the ability to complete the maintenance obligations and other provisions noted in these Proffered Conditions. Outlot A, which is described in Proffered Condition number 5, will not be part of the HOA nor subject to the covenants, conditions, and restrictions associated therewith subsequent to its conveyance.

19. Dedication to HOA. At the time of subdivision plat recordation, open space, common areas, private streets, fencing and amenities not otherwise conveyed or dedicated to the County or FCPA shall be the property of the HOA and maintained by the same. The HOA reserves the right to grant easements for any purpose on the common areas as the HOA deems necessary.
20. Stormwater Management/Best Management Practice ("SWM/BMP") Maintenance. The future HOA shall be responsible for the maintenance of the "EX FIELD LOCATED WETLANDS" shown on Sheet 8A and the stormwater management facilities. After establishing the HOA and prior to bond release, the Applicant shall provide the HOA with written material describing proper maintenance of the approved SWM/BMP facilities along with a copy of the private stormwater management maintenance agreement, construction plan, as-built survey of such facility and any other documents and/or plans required by Virginia Code § 55-509.2.
21. Disclosure. Prior to entering into a contract of sale, prospective purchasers shall be notified in writing by the Applicant of school bus boarding locations, truck turn around requirements and County rear yard deck limitations and the maintenance or replacement responsibility for the streets, conspan bridge storm water management facilities, common area landscaping and any other open space amenities and shall acknowledge receipt of this information in writing. The homeowner association covenants shall contain clear language delineating the tree save areas as shown on the CDP/FDP. The covenants shall prohibit the removal of the trees except those trees which are dead, diseased noxious or hazardous (as determined by UFMD) and shall outline the maintenance responsibility of the homeowners association and individual homeowners. The initial deeds of conveyance and HOA governing documents shall expressly contain these disclosures and an estimated budget for such common maintenance items. The HOA documents shall stipulate that a reserve fund to be held by the HOA be established for the private street maintenance. The Applicant shall be responsible for placing the sum of \$75,000 in such reserve fund in three (3) equal allotments as follows: (i) at time of issuance of the first RUP; (ii) at the time of the issuance of the sixth RUP; and (iii) at the time of the issuance of the twelfth RUP. The HOA budget shall contain a line item for cost of a structural inspection of the conspan by a qualified independent inspector every two (2) years.
22. Public Access Easement. A public access easement in a form approved by the County Attorney shall be placed on the private streets, sidewalks and trails within the approved development. The requirements of this proffer condition shall be disclosed in the HOA documents.

STORMWATER MANAGEMENT

23. Stormwater Management. Subject to review and approval by DPWES, stormwater management ("SWM") and Best Management Practice ("BMP") measures for the Property shall be provided in substantial conformance with that shown on the approved CDP/FDP and shall be developed in accordance with the PFM, unless waived or modified by DPWES. The stormwater facility shall be designed to meet

the adequate outfall requirements as outlined in the PFM. The stormwater management system shall be reviewed for adequacy by DPWES at the time of final subdivision plat review. If any inadequacies are identified, the Applicant shall employ appropriate corrective measures to the satisfaction of DPWES, prior to final subdivision plat approval.

24. Follow-Up Surveys. The applicant shall conduct follow-up surveys at the completion of construction and one year following completion of construction to determine if the Applicant's discharge has altered and/or degraded any drainage in Mount Air Park. The Applicant shall measure at least three cross-sections of the channel at 100 foot intervals from each concentrated outfall and monitor the cross-section at the completion of construction and one year following completion of construction. If the monitoring shows that the stream channel has changed more than 10% at any individual cross section, more than 5% overall (measured vertically from a plane formed by the survey monuments) or that the stream or swale's thalweg has moved more than 3 feet or 25% of the stream width, the Applicant shall restore the swale/stream channel to a condition that will accommodate the changes in the stream/swale hydrology, as approved by DPWES and the Northern Virginia Soil and Water Conservation District.

LANDSCAPING

25. The first submission of the subdivision plan and all subsequent plan submissions shall include a landscape plan with at least one (1) eventual large shade tree per lot for review and approval by the Urban Forest Management Division (UFMD). The applicant shall provide for the berm, and fencing shown on Sheets 2 – 3 of the CDP/FDP. The berm, and fence along the eastern property line shall be installed concurrent with initial clearing and grading and the landscaping prior to bond release for the project landscaping. Under no circumstances shall the berm and fence have a total combined height of less than twelve (12) feet with the fence being no more than seven (7) feet of the total height.

TREE PRESERVATION

26. Tree Preservation Plan. The applicant shall submit a Tree Preservation Plan and Narrative as part of the first and all subsequent subdivision plat submissions. The preservation plan and narrative shall be prepared by a Certified Arborist or a Registered Consulting Arborist, and shall be subject to the review and approval of the Urban Forest Management Division, Department of Public Works and Environmental Services.

The tree preservation plan shall include a tree inventory that identifies the location, species, critical root zone, size, crown spread and condition analysis percentage rating for all individual trees to be preserved, as well as all on and off-site trees living or dead with trunks 12 inches in diameter and greater (measured at 4 ½ feet from the base of the trunk or as otherwise allowed in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture), located 25 feet outside the limits of clearing and grading and 10 feet inside of the limits of clearing

and grading shall be identified in the inventory as well. The tree preservation plan and narrative shall include all applicable items specified in PFM 12-0501 and 12-0502. Specific tree preservation activities that will maximize the survivability of any tree identified to be preserved such as crown pruning, root pruning, mulching, fertilization, and others as necessary, shall be included in the plan.

27. Tree Preservation Walk-Through. The Applicant shall retain the services of a Certified Arborist or Registered Consulting Arborist, and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the walk-through meeting. During the tree preservation walk-through meeting, the Applicant's appointed representative shall walk the limits of clearing and grading with a UFMD, DPWES, representative to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustment shall be implemented. Trees that are identified as dead or dying within the tree preservation area may be removed as part of the clearing operation. Any tree that is so designated shall be removed using a chain saw and such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a stump-grinding machine in a manner causing as little disturbance as possible to adjacent trees and associated understory vegetation and soil conditions. Notice of walkthrough shall be given to owners of adjacent properties identified as Tax Map 99-4 ((1)) 39A and 39B Tax Map 99-4((1))-38 and Tax Map 99-4((10))-1 by certified mail a minimum of 7 days prior to such walkthrough and shall be permitted attendance relative to the portion of the walkthrough relative to trees immediately adjacent to or on their properties.
28. Limits of Clearing and Grading. The Applicant shall conform strictly to the limits of clearing and grading as shown on the CDP/FDP, subject to allowances specified and for the installation of utilities as determined necessary by the Director of DPWES, as described herein. If it is determined necessary to install utilities in areas protected by the limits of clearing and grading as shown on the CDP/FDP, they shall be located in the least disruptive manner necessary as determined by the UFMD, DPWES. A replanting plan shall be developed and implemented, subject to approval by the UFMD, DPWES, for any area protected by the limits of clearing and grading that must be disturbed for such utilities.
29. Tree Preservation Fencing. All trees shown to be preserved on the tree preservation plan shall be protected by tree protection fence. Tree protection fencing in the form of four (4) foot high, fourteen (14) gauge welded wire attached to six (6) foot steel posts driven eighteen (18) inches into the ground and placed no further than ten (10) feet apart, or super silt fence to the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees shall be erected at the limits of clearing and grading as shown on the erosion and sediment control sheets, as may be modified by the "Root Pruning" Proffered Condition below.

All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing should be performed under the supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. Three (3) days prior to the commencement of any clearing, grading or demolition activities, but subsequent to the installation of the tree protection devices the UFMD, DPWES, shall be notified and given the opportunity to inspect the site to ensure that all tree protection devices have been correctly installed. No grading or construction activities shall occur until the fencing is installed correctly, as determined by UFMD, DPWES.

30. Root Pruning. The Applicant shall root prune as needed to comply with the tree preservation requirements of these Proffered Conditions. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the subdivision plat submission. The details for these treatments shall be reviewed and approved by the UFMD, DPWES, accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not limited to the following:
- i. Root pruning shall be done with a trencher or vibratory plow to a minimum depth of 18 inches.
 - ii. Root pruning shall take place prior to any clearing and grading, or demolition of structures.
 - iii. An UFMD, DPWES, representative shall be informed when all root pruning and tree protection fence installation is complete.
31. Monitoring. During any clearing or tree/vegetation/structure removal on the Property, a representative of the Applicant shall be present to monitor the process and ensure that the activities are conducted as proffered and as approved by the UFMD. The Applicant should retain the services of a certified arborist or Registered Consulting Arborist to monitor all construction and demolition work and tree preservation efforts in order to ensure conformance with all tree preservation proffer, development conditions, and UFMD approvals. The monitoring schedule shall be described and detailed in the Landscaping and Tree Preservation Plan, and reviewed and approved by the UFMD, DPWES.

EQC/RPA RESTORATION AND WQIA/WRPA

32. All areas of the Environmental Quality Corridor (EQC) and Resource Protection Area (RPA) shall be restored in accordance with Sheet 8A of the C/FDP, subject to review and approval by DPWES, UFMD, and FCPA. A component of the restoration plan shall be an Invasive Species Management Plan which shall also be reviewed and approved by UFMD and FCPA.
33. Water Quality Impact Assessment and Resource Protection Area (WQIA/RPA) Exemption Plan: A WQIA/RPA restoration plan for the areas within the RPA previously disturbed and proposed for disturbance, as designated on the CDP/FDP,

shall be submitted concurrently with the first and all subsequent subdivision plan submissions for review and approval by Urban Forest Management Division and DPWES, and shall be implemented as approved. The HOA covenants shall include language notifying property owners and occupants of the homes of the restrictions and protection afforded those designated areas. The Applicant shall retain the services of a certified arborist, registered consulting arborist, or certified horticulturist to monitor all activities associated with the replanting of the RPA in order to ensure compliance with all proffer and UFMD approvals and provide written reports to UFMD. The plan shall provide plantings that include an appropriate selection of native species based on existing and proposed site conditions to restore the area to a native forest cover type and in accordance with the Chesapeake Bay Preservation Ordinance. The reforestation plan shall include, but not be limited to the following:

- Plant list detailing species, sizes, and stock type of trees and other vegetation to be planted;
- Soil treatments and amendments, if necessary;
- Methods to reduce deer browse;
- Methods to reduce weed competition;
- Mulching specifications
- Details and methods of installation
- Maintenance activities (such as weeding and watering);
- Mortality threshold; and
- Monitoring and replacement schedule with two (2) year warranty.

TRANSPORTATION

34. Sidewalks. The Applicant shall construct five foot sidewalks as shown on the CDP/FDP. The five foot sidewalk contiguous to Telegraph Road (Route 611) shall be subject to review and approval by the Virginia Department of Transportation (VDOT).
35. Access. The design of the access to Telegraph Road shall be subject to review and approval by VDOT. The hatched portion of R/W shown on Sheet 2 of 9, depicting an existing road stub ("road stub") on the CDP/FDP, shall be abandoned through the VDOT process which shall be submitted prior to filing of the subdivision plan and diligently pursued by the Applicant and finalized prior to subdivision plan approval. The Applicant shall be responsible for all costs associated with the abandonment and conveyance unless sharing of these costs is agreed upon by another party. The Applicant shall: close the entrance onto Telegraph Road; remove the existing pavement and scarify and revegetate this area; and extend the curb and gutter, buffers, and sidewalk as generally shown on the CDP/FDP. The road stub shall then be conveyed to the Owner of Outlot A as provided in Proffer number 5.
36. Private Street. The on-site private streets shall be constructed in conformance with the Public Facilities Manual (PFM) and shall be constructed of materials and depth of pavement consistent with the PFM, subject to any design modifications as to pavement and easement width and use of curb, that are approved by the Director of

DPWES. The Homeowners' Association shall be responsible for the maintenance of the on-site private streets and sidewalks. All prospective purchasers shall be advised of this maintenance obligation prior to entering into a contract of sale and said obligation will be disclosed in the HOA documents.

37. Right of Way Dedication. At the time of subdivision plan approval, or upon demand by Fairfax County or VDOT, whichever occurs first, the Applicant shall dedicate, at no cost to Fairfax County and in fee simple, without encumbrances to the Board of Supervisors, an additional 60 square feet of right-of-way along the site frontage of Telegraph Road as shown on Sheet 2 of the CDP/FDP and any associated ancillary easements. Density credit is reserved consistent with the provisions of the Fairfax County Zoning Ordinance for all eligible dedications described herein or as may be required by Fairfax County or VDOT.
38. Interparcel Access. At the time of conveyance of Outlot A to the adjacent property owners of Parcel 99-4 ((1)) 39A and 39B, the Applicant shall record an ingress and egress easement concurrent therewith providing access from Outlot A to the Private Street on the Application property. The easement shall align with and match the centerline and width of the adjacent intersection as shown on Sheet 2. The Applicant shall provide a VDOT standard driveway apron as shown on Sheet 2. At the time of subdivision plat recordation, an ingress and egress easement shall be provided connecting the Private Street adjacent to Lots 1 and 7 to the property line of Tax Map 99-4 ((1)) 38. The Applicant shall provide an escrow in the amount of \$8,202.62 at time of subdivision plan approval to facilitate this future construction by others. A clearly visible and legible sign stating "Future Access" shall be posted facing the Property and maintained until connection is complete.

AFFORDABLE HOUSING

39. Housing Trust Fund. Prior to subdivision plan approval, the Applicant shall contribute a sum equal to one-half of one percent (0.5%) of the projected sales price for each dwelling unit on the Property to the Fairfax County Housing Trust Fund, as determined by the Department of Housing and Community Development in consultation with the Applicant to assist the County in its goal to provide affordable dwellings. The projected sales price shall be based upon the aggregate sales price of all of the units, as if those units were sold at the same time of the issuance of the first building permit and is estimated through comparable sales of similar type units.

SIGNS

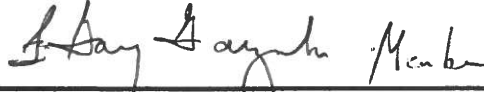
40. Signs. Any sign installed by the Applicant shall be in conformance with Article 12 of the Zoning Ordinance. The Applicant may install a monument sign at or near the entrance to the development to provide clear notice in adequate time for north bound traffic on Telegraph Road to identify the entrance. The Applicant shall also at or near the entrance to the development cause to be posted a "No Through Street" sign.

SUCCESSORS AND ASSIGNS

41. Successors and Assigns. These Proffered Conditions shall bind and inure to the benefit of the Applicant and his/her successors and assigns with exception of Out Lot A as set forth in Proffered Condition 5.

SIGNATURES BEGIN ON THE FOLLOWING PAGE

APPLICANT/CONTRACT PURCHASER OF TAX MAP
99-4-((1))-41, 42 & 43
NCL XII, LLC

 Member

By: F. Gary Garczynski
Its: Member

RALPH J. YOW, JR., TESTAMENTARY TRUST
TITLE OWNER OF TAX MAP
99-4-((1))-41, 42 & 43

 Trustee

By: Andrew G. Bury, Jr.
Trustee